

No.



8300040

# THE UNITED STATES OF AMERICA

TO ALL TO WHOM THESE PRESENTS SHALL COME:

**Rogers Brothers Seed Company**

Whereas, THERE HAS BEEN PRESENTED TO THE

**Secretary of Agriculture**

AN APPLICATION REQUESTING A CERTIFICATE OF PROTECTION FOR AN ALLEGED NOVEL VARIETY OF SEXUALLY REPRODUCED PLANT, THE NAME AND DESCRIPTION OF WHICH ARE CONTAINED IN THE APPLICATION AND EXHIBITS, A COPY OF WHICH IS HEREUNTO ANNEXED AND MADE A PART HEREOF, AND THE VARIOUS REQUIREMENTS OF LAW IN SUCH CASES MADE AND PROVIDED HAVE BEEN COMPLIED WITH, AND THE TITLE THERETO IS, FROM THE RECORDS OF THE PLANT VARIETY PROTECTION OFFICE, IN THE APPLICANT(S) INDICATED IN THE SAID COPY, AND WHEREAS, UPON DUE EXAMINATION MADE, THE SAID APPLICANT(S) IS (ARE) ADJUDGED TO BE ENTITLED TO A CERTIFICATE OF PLANT VARIETY PROTECTION UNDER THE LAW.

NOW, THEREFORE, THIS CERTIFICATE OF PLANT VARIETY PROTECTION IS TO GRANT UNTO THE SAID APPLICANT(S) AND THE SUCCESSORS, HEIRS OR ASSIGNS OF THE SAID APPLICANT(S) FOR THE TERM OF eighteen YEARS FROM THE DATE OF THIS GRANT, SUBJECT TO THE PAYMENT OF THE REQUIRED FEES AND PERIODIC REPLENISHMENT OF VIABLE BASIC SEED OF THE VARIETY IN A PUBLIC REPOSITORY AS PROVIDED BY LAW, THE RIGHT TO EXCLUDE OTHERS FROM SELLING THE VARIETY, OR OFFERING IT FOR SALE, OR REPRODUCING IT, IMPORTING IT, OR EXPORTING IT, OR USING IT IN PRODUCING A HYBRID OR DIFFERENT VARIETY THEREFROM, TO THE EXTENT PROVIDED BY THE PLANT VARIETY PROTECTION ACT 1542, AS AMENDED, 7 U.S.C. 2321 ET SEQ.

BEAN

'Amber'



In Testimony Whereof, I have hereunto set my hand and caused the seal of the Plant Variety Protection Office to be affixed at the City of Washington this 29th day of June in the year of our Lord one thousand nine hundred and eighty-four.

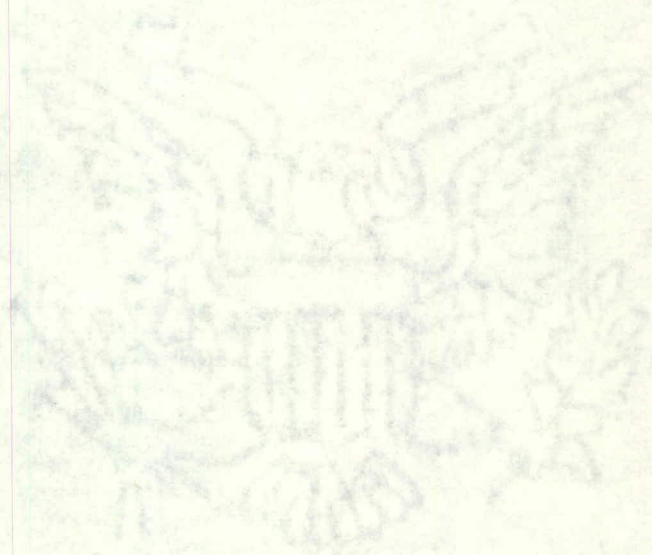
Attest:

*Kenneth H. Ewing*  
Commissioner

Plant Variety Protection Office  
Livestock, Meat, Grain & Seed Division  
Agricultural Marketing Service

*John R. Block*  
Secretary of Agriculture





1883



# APPLICATION FOR PLANT VARIETY PROTECTION CERTIFICATE

(Instructions on reverse)

No certificate for plant variety protection may be issued unless a completed application form has been received (5 U.S.C. 553).

1. NAME OF APPLICANT(S)  <div style="text-align: center;">ROGERS BROTHERS SEED COMPANY</div>		2. TEMPORARY DESIGNATION  <div style="text-align: center;">D-77133</div>		3. VARIETY NAME  <div style="text-align: center;">AMBER</div>	
4. ADDRESS (Street and No. or R.F.D. No., City, State, and Zip Code)  <div style="text-align: center;">P. O. Box 80 Idaho Falls, Idaho 83402</div>		5. PHONE (Include area code)  <div style="text-align: center;">(208) 522-0143</div>		<div style="text-align: center; border: 1px solid black; padding: 2px;"><b>FOR OFFICIAL USE ONLY</b></div> VPPO NUMBER  <div style="text-align: center; font-size: 1.2em; font-weight: bold;">8300040</div>	
6. GENUS AND SPECIES NAME  <div style="text-align: center;">Phaseolus vulgaris</div>		7. FAMILY NAME (Botanical)  <div style="text-align: center;">Leguminosae</div>		<div style="display: flex; flex-direction: column; align-items: center;"> <div style="writing-mode: vertical-rl; transform: rotate(180deg); font-weight: bold; margin-bottom: 5px;">FILING</div> <div style="text-align: right; margin-bottom: 5px;">DATE</div> <div style="text-align: right;">12/27/82</div> <div style="text-align: right; margin-bottom: 5px;">TIME</div> <div style="text-align: right;">3:30 <input type="checkbox"/> A.M. <input checked="" type="checkbox"/> P.M.</div> </div>	
8. KIND NAME  <div style="text-align: center;">Dry Edible Bean</div>		9. DATE OF DETERMINATION  <div style="text-align: center;">Summer 1979</div>		<div style="display: flex; flex-direction: column; align-items: center;"> <div style="writing-mode: vertical-rl; transform: rotate(180deg); font-weight: bold; margin-bottom: 5px;">FEES RECEIVED</div> <div style="text-align: right; margin-bottom: 5px;">AMOUNT FOR FILING</div> <div style="text-align: right;">\$ 1,000</div> <div style="text-align: right; margin-bottom: 5px;">DATE</div> <div style="text-align: right;">12/27/82</div> <div style="text-align: right; margin-bottom: 5px;">AMOUNT FOR CERTIFICATE</div> <div style="text-align: right;">\$ 500.00</div> <div style="text-align: right; margin-bottom: 5px;">DATE</div> <div style="text-align: right;">5/23/84</div> </div>	
10. IF THE APPLICANT NAMED IS NOT A "PERSON," GIVE FORM OF ORGANIZATION (Corporation, partnership, association, etc.)  <div style="text-align: center;">Corporation</div>				12. DATE OF INCORPORATION  <div style="text-align: center;">February 25, 1975</div>	
11. IF INCORPORATED, GIVE STATE OF INCORPORATION  <div style="text-align: center;">Delaware</div>					
13. NAME AND ADDRESS OF APPLICANT REPRESENTATIVE(S), IF ANY, TO SERVE IN THIS APPLICATION AND RECEIVE ALL PAPERS  <div style="text-align: center;">Mr. Charles Green ROGERS BROTHERS SEED COMPANY P. O. Box 80 Idaho Falls, ID 83402</div>					
14. CHECK APPROPRIATE BOX FOR EACH ATTACHMENT SUBMITTED  <div style="display: flex; justify-content: space-between;"> <div style="width: 48%;">           a. <input checked="" type="checkbox"/> Exhibit A, Origin and Breeding History of the Variety (See Section 52 of the Plant Variety Protection Act.)             b. <input checked="" type="checkbox"/> Exhibit B, Novelty Statement         </div> <div style="width: 48%;">           c. <input checked="" type="checkbox"/> Exhibit C, Objective Description of the Variety (Request form from Plant Variety Protection Office.)             d. <input checked="" type="checkbox"/> Exhibit D, Additional Description of the Variety         </div> </div>					
15. DOES THE APPLICANT(S) SPECIFY THAT SEED OF THIS VARIETY BE SOLD BY VARIETY NAME ONLY AS A CLASS OF CERTIFIED SEED? (See Section 83(a) of the Plant Variety Protection Act.) <div style="display: flex; justify-content: space-between;"> <input type="checkbox"/> Yes (If "Yes," answer items 16 and 17 below)           <input checked="" type="checkbox"/> No         </div>					
16. DOES THE APPLICANT(S) SPECIFY THAT THIS VARIETY BE LIMITED AS TO NUMBER OF GENERATIONS?  <div style="display: flex; justify-content: space-around;"> <input type="checkbox"/> Yes           <input type="checkbox"/> No         </div>			17. IF "YES" TO ITEM 16, WHICH CLASSES OF PRODUCTION BEYOND BREEDER SEED?  <div style="display: flex; justify-content: space-around;"> <input type="checkbox"/> Foundation           <input type="checkbox"/> Registered           <input type="checkbox"/> Certified         </div>		
18. DID THE APPLICANT(S) FILE FOR PROTECTION OF THE VARIETY IN THE U.S. OR OTHER COUNTRIES?  <div style="text-align: right;"> <input type="checkbox"/> Yes (If "Yes," give names of countries and dates)  <input checked="" type="checkbox"/> No         </div>					
19. HAVE RIGHTS BEEN GRANTED IN THE U.S. OR OTHER COUNTRIES?  <div style="text-align: right;"> <input type="checkbox"/> Yes (If "Yes," give names of countries and dates)  <input checked="" type="checkbox"/> No         </div>					
20. The applicant(s) declare(s) that a viable sample of basic seeds of this variety will be furnished with the application and will be replenished upon request in accordance with such regulations as may be applicable.  The undersigned applicant(s) is (are) the owner(s) of this sexually reproduced novel plant variety, and believe(s) that the variety is distinct, uniform, and stable as required in Section 41, and is entitled to protection under the provisions of Section 42 of the Plant Variety Protection Act.  Applicant(s) is (are) informed that false representation herein can jeopardize protection and result in penalties.					
SIGNATURE OF APPLICANT  <div style="font-family: cursive; font-size: 1.2em;">Charles Green - North American Sales Mgr.</div>				DATE  <div style="font-family: cursive; font-size: 1.2em;">Dec. 21, 1982</div>	
SIGNATURE OF APPLICANT				DATE  <div style="text-align: right; font-size: 1.5em; font-weight: bold;">1</div>	



## INSTRUCTIONS

**General:** Send an original copy of the application and exhibits, at least 2,500 viable seeds, and \$500 fee (\$250 filing fee and \$250 examination fee) to U.S. Department of Agriculture, Agricultural Marketing Service, Livestock, Meat, Grain and Seed Division, Plant Variety Protection Office, National Agricultural Library Building, Beltsville, Maryland 20705. (See section 180.175 of the Regulations and Rules of Practice.) Retain one copy for your files. All items on the face of the form are self-explanatory unless noted below.

### Item

- 9 Give the date the applicant determined that he had a new variety based on (1) the definition in section 41(a) of the Act and (2) the date a decision was made to increase the seed.
- 14a Give: (1) the genealogy, including public and commercial varieties, lines, or clones used, and the breeding method; (2) the details of subsequent stages of selection and multiplication; (3) the type and frequency of variants during reproduction and multiplication and state how these variants may be identified and (4) evidence of uniformity and stability.
- 14b Give a summary statement of the variety's novelty. Clearly state how this novel variety may be distinguished from all other varieties in the same crop. If the new variety most closely resembles one or a group of related varieties: (1) identify these varieties and state all differences objectively; (2) attach statistical data for characters expressed numerically and demonstrate that these differences are significant; and (3) submit, if helpful, seed and plant specimens or photographs of seed and plant comparisons clearly indicating novelty.
- 14c Fill in the Exhibit C, Objective Description form, for all characteristics for which you have adequate data.
- 14d Describe any additional characteristics that are not described, or whose description cannot be accurately conveyed in Exhibit C. Use comparative varieties as is necessary to reveal more accurately the description of characteristics that are difficult to describe, such as plant habit, plant color, disease resistance, etc.
- 15 If "Yes" is specified (*seed of this variety be sold by variety name only as a class of certified seed*) the applicant may NOT reverse his affirmative decision after the variety has either been sold and so labeled, his decision published, or the certificate has been issued. However, if the applicant specified "No," he may change his choice. (See section 180.16 of the Regulations and Rules of Practice.)
- 16 See section 42 of the Plant Variety Protection Act and section 180.7 of the Regulations and Rules of Practice.





## AMBER

## DRY EDIBLE BEAN

## EXHIBIT A

Origin and Breeding History

The pinto bean, AMBER, was derived from the following cross pollination in the greenhouse during the Winter 1972-73.

OURAY X PINTO U.I. 111

	<u>YEAR</u>	<u>GENERATION</u>	<u>FIELD NUMBER</u>	<u>BULK HARVEST</u>	<u>#SINGLE PLANT SELECTIONS</u>
Winter	1972-73	f <sub>1</sub>	Greenhouse	Approx. 2 oz.	
Summer	1973	f <sub>2</sub>	D73-108		2
Summer	1974	f <sub>3</sub>	D74-89-3		2
Summer	1975	f <sub>4</sub>	D75-207		1
Summer	1976	f <sub>5</sub>	D76-1136		1
Winter	1976-77	f <sub>6</sub>	Greenhouse	Approx. 2 oz.	
Summer	1977	f <sub>7</sub>	D77-584	1#	
Summer	1978	f <sub>8</sub>	D78-332	1#	
Summer	1979	f <sub>9</sub>	D79-2356	22#	

Stock D79-2356 has been increased to commercial size quantities. This variety will be maintained through the procedure of pureline selection for stock seed.



RECEIVED

RECEIVED  
DEC 27 1982





8300040

AMBER  
DRY EDIBLE BEAN

SUPPLEMENT EXHIBIT A

*C. R. Brown*  
*5/3/84*

The dry edible bean variety, "AMBER", was stabilized in the  $f_6$  generation. "AMBER" has been observed to be stable, uniform and true breeding for 5 generations in the field since 1977.

We have made no observations of any variants in the population.

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NOV 1984





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~~CONFIDENTIAL~~  
SECRET

~~CONFIDENTIAL~~

RECEIVED

MAR 22 1983





AMBER

DRY EDIBLE BEAN

EXHIBIT B

NOVELTY STATEMENT

The bush pinto bean, AMBER, is most like Ouray. However, AMBER has demonstrated higher yield than Ouray due to a lesser degree of ovule abortion. AMBER is also resistant to Curly Top Virus whereas Ouray is susceptible. AMBER is susceptible to the 23, 32 and 75-22 strains of bean rust while Ouray is resistant to all three.





**8. SEED SHAPE AND SIZE: (Cont'd)**
 1 = truncate ends    2 = rounded ends

  gm/100 seed

  gm/100 seed lighter than .....

gm/100 seed same as ....

  gm/100 seed heavier than .....




comparison variety from page one

**9. ANTHOCYANIN: (1 = absent 2 = present)**

as color develops

 Flowers

 Stems

 in seed coat

 Pods

 Seeds

 Leaves
**10. DISEASE RESISTANCE (0 = not tested 1 = susceptible 2 = resistant):**
 Anthracnose (specify race below)

 Rust (specify race below)    16

 Powdery mildew

 Fusarium root rot

 Pythium root rot

 Rhizoctonia root rot

 Pythium wilt

 Angular leaf spot

 Bacterial wilt

 Halo blight (specify race below)

 Fuscular blight

 Red node virus

 Pod mottle virus

 Bean common mosaic virus (specify strain below)  
BV<sub>1</sub> & NY<sub>15</sub>
 Mosaic mottle

 Black root

 Bean yellow mosaic virus

 Curly top

 Other (specify below)
**11. INSECT RESISTANCE: (0 = not tested 1 = susceptible 2 = resistant)**
 Aphids

 Leaf hopper

 Lygus

 Pod borer

 Root knot nematode

 Seed corn maggot

 Thrips

 Weavils

 Other (specify below)
**12. PHYSIOLOGICAL RESISTANCE: (0 = not tested 1 = susceptible 2 = resistant)**
 Heat

 Cold

 Drought

 Air pollution

**13. COMMENTS:** Side view of seed is between the "oval to oblong" and "uniform" categories, but closer to the "oval to oblong" category.

U.S. DEPARTMENT OF AGRICULTURE  
AGRICULTURAL MARKETING SERVICE  
LIVESTOCK, POULTRY, GRAIN & SEED DIVISION  
BELTSVILLE, MARYLAND 20705

**EXHIBIT C**  
(Bean)

**OBJECTIVE DESCRIPTION OF VARIETY**  
*BEAN (Phaseolus vulgaris L.)*

NAME OF APPLICANT(S) ROGERS BROTHERS SEED COMPANY	FOR OFFICIAL USE ONLY
ADDRESS (Street and No. or R.F.D. No., City, State, and Zip Code) P. O. Box 80 Idaho Falls, Idaho 83402	PVPO NUMBER <b>8300040</b>
	VARIETY NAME OR TEMPORARY DESIGNATION AMBER

Place numbers in the boxes (e.g. ) for the characters that best describe this variety. Measured data should be for SPACED PLANTS. Ranges may also be given. Royal Horticultural Society or any recognized color standard may be used to determine plant colors; designate system used: Idaho. The location of test area is Twin Falls. Please answer questions appropriate for your variety if the information is available.

## 1. TYPE:

1 = Field (dry-edible)      2 = Garden

## 2. MARKET MATURITY: 5 year average

Days to edible pods       Days to green shells

Days to dry seeds physiological maturity (90% pods buckskin)

Heat units to edible pods       Heat units to green shells

Heat units to dry seeds

No. days earlier than .....

..... Same as .....

No. days later than .....

1 = Tendercrop  
3 = Kinghorn Wax  
5 = Michelite 62  
7 = Bush Blue Lake 290

2 = Kentucky Wonder  
4 = White Kidney  
6 = Dwarf Horticultural  
8 = Other (specify below)  
Pinto UI 114

## 3. PLANT:

1 = Determinate      2 = Indeterminate

cm height 18"

cm shorter than .....

Same as .....

cm taller than .....

cm spread

cm narrower than .....

width same as .....

cm wider than .....

Main stalk: 1 = brittle      2 = wirey

comparison variety from above

Number primary branches near base

comparison variety from above

Branching habit:  
1 = compact      2 = open

1 = stout      2 = thin



## AMBER

## DRY EDIBLE BEAN

## EXHIBIT D

BOTANICAL DESCRIPTION

AMBER is a bush pinto with an open plant habit and holds its pods quite high. In Twin Falls AMBER Matures in 86 days, one day later than Pinto U.I. 111 (a vine type). It has resistance to the BV<sub>1</sub> and NY<sub>15</sub> strains of bean common mosaic virus and curly top virus.

AMBER yields as well or better than Pinto U.I. 111, in southern Idaho, plus having the advantage of a bush plant habit. It does well under high fertility where conventional vine types may end to develop excess vine.

AMBER has an average seed size of 1300 seeds/pound which is the same as Pinto U.I. 111. It has demonstrated good yield potential in Idaho, Washington and Nebraska.

RECEIVED  
DEC 27 1982



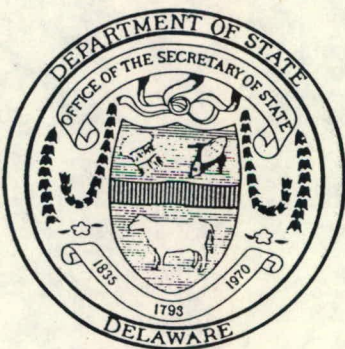


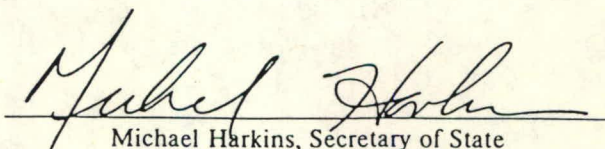
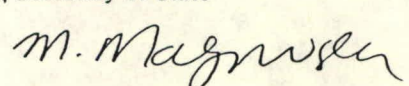
# State of Delaware



## Office of Secretary of State

I, MICHAEL HARKINS, SECRETARY OF STATE OF THE STATE OF DELAWARE  
DO HEREBY CERTIFY THAT "ROGERS BROTHERS SEED COMPANY", FILED A  
CERTIFICATE OF AMENDMENT, CHANGING ITS CORPORATE TITLE TO "ROGERS  
NK SEED CO.", ON THE TWENTY-SIXTH DAY OF DECEMBER, A.D. 1990, AT 10:01  
O'CLOCK A.M.



  
Michael Harkins, Secretary of State  
AUTHENTICATION:   
DATE: 10/08/1991





AMENDED  
STATEMENT AND DESIGNATION  
BY  
FOREIGN CORPORATION

DO NOT WRITE IN THIS SPACE

ROGERS NK SEED CO.

\_\_\_\_\_, a corporation  
organized and existing under the laws of Delaware,  
and which is presently qualified for the transaction of intrastate business in the  
State of California, makes the following statements and/or designation:

That the name of the corporation has been changed to that hereinabove set forth  
and that the name relinquished at the time of such change was \_\_\_\_\_

ROGERS BROTHERS SEED COMPANY

ROGERS NK SEED CO.  
(Name of Corporation)

William B. Albers  
(Signature of corporate officer)

William B. Albers, President  
(Typed name and title of officer signing)

INSTRUCTIONS:

1. If this Amended Statement shows a change of corporate name, there must be attached to this Amended Statement a certificate of an authorized public official of the state or place of incorporation, that such change of name was made in accordance with the laws of that state or place.
2. For filing this Amended Statement there is a fee of \$15.00.





*State of Delaware*  
*Office of the Secretary of State*

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PAGE 1

I, WILLIAM T. QUILLEN, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THAT THE SAID "ROGERS NK SEED CO.", FILED A CERTIFICATE OF AMENDMENT, CHANGING ITS NAME TO "ROGERS SEED CO.", THE FIFTH DAY OF MAY, A.D. 1994, AT 9 O'CLOCK A.M.



*William T. Quillen*  
\_\_\_\_\_  
William T. Quillen, Secretary of State

0810041 8320

AUTHENTICATION: 7120759

DATE: 05 16 94





CERTIFICATE OF AMENDMENT  
OF  
CERTIFICATE OF INCORPORATION  
OF  
ROGERS NK SEED CO.

Adopted in accordance with the provisions  
of Section 242 of the General Corporation  
Law of the State of Delaware

EFFECTIVE DATE: June 1, 1994

We, Willem van Overschot, President, and Richard B. Geller, Secretary, of Rogers NK Seed Co., a corporation existing under the laws of the State of Delaware, do hereby certify as follows:

FIRST: The Certificate of Incorporation of the corporation was filed on 2/27/75.

SECOND: The Certificate of Incorporation of said corporation has been amended as follows:

By striking out the whole of Article I thereof as it now exists and inserting in lieu and instead thereof, a new Article I, reading as follows:

ARTICLE I

Name

The name of the Corporation is ROGERS SEED CO.

THIRD: Such amendment has been duly adopted in accordance with the provisions of the General Corporation Law of the State of Delaware, by the unanimous written consent of all of the stockholders entitled to vote in accordance with the provisions of Section 228 of the General Corporation Law of the State of Delaware.

FOURTH: See attached Written Consent of Sole Shareholder and Board of Directors' Resolution.

IN WITNESS WHEREOF, we have signed this certificate this 13<sup>th</sup> day of April, 1994.

Willem van Overschot  
Willem van Overschot, President

Richard B. Geller  
Richard B. Geller, Secretary







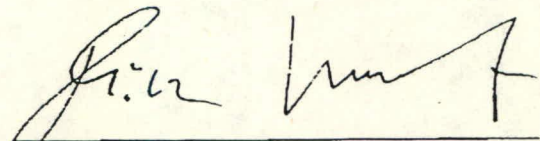
ROGERS NK SEED CO.

WRITTEN CONSENT OF SOLE SHAREHOLDER

SANDOZ CORPORATION, owner of all of the issued and outstanding shares of ROGERS NK SEED CO., hereby consents, pursuant to Section 228 of the Delaware General Corporation Law, to the adoption of the following resolution as and for the act of the shareholder:

RESOLVED, that SANDOZ CORPORATION, as sole shareholder, approves the amendment to Article I of the Certificate of Incorporation of ROGERS NK SEED CO., changing its name to **ROGERS SEED CO.**

Dated: April 22, 1994



Heinz P. Imhof,  
Chief Executive Officer  
Sandoz Corporation

20 10 31

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ROGERS NK SEED CO.

RESOLUTION

RESOLVED, that according to Section 242 of the General Corporation Law of the State of Delaware, that Article I of the Certificate of Incorporation be amended, effective June 1, 1994, to read as follows: The name of the Corporation is **ROGERS SEED CO.**; and, further,

RESOLVED, that the appropriate officers of Rogers NK Seed Co. be, and they hereby are, authorized to take any and all further action and execute and deliver any and all further documents that may be necessary or desirable in order to carry out and effectuate fully the purposes set forth in the foregoing resolution.

ADOPTED UNANIMOUSLY BY THE BOARD  
MARCH 31, 1994

Richard B. Geller  
Richard B. Geller, Secretary





*State of Delaware*  
*Office of the Secretary of State* PAGE 1

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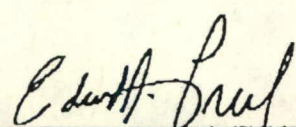
I, EDWARD J. FREEL, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"ROGERS SEED CO.", A DELAWARE CORPORATION,  
WITH AND INTO "NOVARTIS SEEDS, INC." UNDER THE NAME OF  
"NOVARTIS SEEDS, INC.", A CORPORATION ORGANIZED AND EXISTING  
UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED  
IN THIS OFFICE THE TWENTY-FIFTH DAY OF JUNE, A.D. 1997, AT 9  
O'CLOCK A.M.

A CERTIFIED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO  
THE NEW CASTLE COUNTY RECORDER OF DEEDS FOR RECORDING.



0829320 8100M  
971211787

  
\_\_\_\_\_  
Edward J. Freel, Secretary of State

AUTHENTICATION: 8531908  
06-26-97

DATE:





STATE OF DELAWARE  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
FILED 09:00 AM 06/25/1997  
971211767 - 0829320

**CERTIFICATE OF MERGER  
OF  
ROGERS SEED CO.  
INTO  
NOVARTIS SEEDS, INC.**

The undersigned corporation organized and existing under and by virtue of the General Corporation Law of Delaware,

**DOES HEREBY CERTIFY:**

**FIRST:** That the name and state of incorporation of each on the constituent corporations of the merger is as follows:

<b>NAME</b>	<b>STATE OF INCORPORATION</b>
Novartis Seeds, Inc.	Delaware
Rogers Seed Co.	Delaware

**SECOND:** That an Agreement and Plan of Merger between the parties to the merger has been approved, adopted, certified, executed and acknowledged by each of the constituent corporations in accordance with the requirements of section 251 of the General Corporation Law of Delaware

**THIRD:** That the name of the surviving corporation is Novartis Seeds, Inc.

**FOURTH:** That the Certificate of Incorporation of Novartis Seeds, Inc., a Delaware corporation which will survive the merger, shall be the Certificate of Incorporation of the surviving corporation.

**FIFTH:** That the executed Agreement and Plan of Merger is on file at the principal place of business of the surviving corporation, the address of which is 7500 Olson Memorial Highway, Golden Valley, MN 55427.

**SIXTH:** That a copy of the Agreement and Plan of Merger will be furnished by the surviving corporation, on request and without cost, to any stockholder of any constituent corporation.

**SEVENTH:** That this Certificate of Merger shall be effective on July 1, 1997.

Dated June 23, 1997

**NOVARTIS SEEDS, INC.**

By: Edward C. Resler  
Name: Edward C. Resler  
Title: Vice President & General Counsel

